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**SD-GOLD**

**SHANDONG GOLD MINING CO., LTD.**

**山東黃金礦業股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1787)**

**PROPOSED EXTENSION OF THE VALIDITY PERIOD OF  
THE RESOLUTION IN RELATION TO  
THE NON-PUBLIC ISSUANCE OF A SHARES**

This announcement is made by Shandong Gold Mining Co., Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference are made to (1) the circular of the Company dated 11 July 2022 in relation to, among other things, the proposal (the “**Non-public Issuance Resolution**”) for a non-public issuance of new A Shares (the “**Non-public Issuance**”); (2) the announcement of the poll results of the Company dated 29 July 2022 in relation to, among other things, the Shareholders’ consideration of the passing of the Non-public Issuance Resolution; (3) the announcement of the Company dated 24 February 2023 in relation to the amendments to the plan of the Non-public Issuance; (4) the circular of the Company dated 7 March 2023 in relation to, among other things, the Demonstration and Analysis Report on the Plan of the Non-public Issuance; and (5) the announcement of the poll results of the Company dated 23 March 2023 in relation to, among other things, the Shareholders’ consideration of the passing of the Resolution in respect of the Demonstration and Analysis Report on the Plan of the Non-public Issuance. The Non-public Issuance Resolution was passed at the 2022 second Extraordinary General Meeting, the 2022 first A Shares Class Meeting and the 2022 first H Shares Class Meeting held on 29 July 2022, and the validity period of the Non-public Issuance Resolution is all valid for a period of 12 months commencing from 29 July 2022. The Board of Directors resolved to propose extension of the validity period of the resolution in relation to the Non-public Issuance for a further period of 6 months on 15 August 2023. Details of the resolution are set out below:

## **PROPOSED EXTENSION OF THE VALIDITY PERIOD OF THE NON-PUBLIC ISSUANCE RESOLUTION**

The Non-public Issuance is subject to the approval of the SSE and the consent of the CSRC for registration. During the validity period of the CSRC's approval, the Company will select appropriate time to complete the issuance in accordance with the conditions of the A-share market and the trend of the Company's share price. In view of the expiry of the validity period of the Non-public Issuance on 28 July 2023 and the matters relating to the Non-public Issuance are still in progress, in order to ensure the continuity and effectiveness of the Non-public Issuance and the smooth progress of the relevant work, it is proposed to extend the validity period of the Non-public Issuance Resolution to 29 January 2024. The resolution has been considered and approved by the Board of Directors and is now proposed for consideration and approval at the 2023 fourth Extraordinary General Meeting, the 2023 second A Shares Class Meeting and the 2023 second H Shares Class Meeting.

Save for the validity period described above, the extended Non-public Issuance remains unchanged.

## **THE 2023 FOURTH EXTRAORDINARY GENERAL MEETING, THE 2023 SECOND A SHARES CLASS MEETING AND THE 2023 SECOND H SHARES CLASS MEETING**

A circular for the 2023 fourth Extraordinary General Meeting, the 2023 second A Shares Class Meeting and the 2023 second H Shares Class Meeting containing, among other things, details of the resolution, together with the notices of the convening of the 2023 fourth Extraordinary General Meeting, the 2023 second A Shares Class Meeting and the 2023 second H Shares Class Meeting, will be dispatched to the Shareholders in due course in accordance with the requirements of the Listing Rules and the Articles of Association.

**The Non-public Issuance may or may not proceed as it is subject to the fulfillment of certain conditions precedent. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company. The Company will make further announcement(s) on the detailed terms of the Non-public Issuance as and when appropriate. This announcement is for information purpose only, and does not constitute any invitation or offer to acquire, purchase or subscribe for securities of the Company.**

By order of the Board  
**Shandong Gold Mining Co., Ltd.**  
**Li Hang**  
*Chairman*

Jinan, the PRC, 15 August 2023

*As at the date of this announcement, the executive Directors are Mr. Liu Qin, Mr. Wang Shuhai and Mr. Tang Qi; the non-executive Directors are Mr. Li Hang, Mr. Wang Lijun and Ms. Wang Xiaoling; and the independent non-executive Directors are Mr. Wang Yunmin, Mr. Liew Fui Kiang and Ms. Zhao Feng.*